

Form 1 Page 1 Execution Page	UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 APPLICATION FOR, AND AMENDMENTS TO APPLICATION FOR, REGISTRATION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO SECTION 5 OF THE EXCHANGE ACT	Date filed (MM/DD/YY)	OFFICIAL USE ONLY
---------------------------------------	---	--------------------------	-------------------------

WARNING: Failure to keep this form current and to file accurate supplementary information on a timely basis or the failure to keep accurate books and records or otherwise to comply with the provisions of law applying to the conduct of the applicant would violate the federal securities laws and may result in disciplinary, administrative, or criminal action.

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS

☐ APPLICATION

☒ AMENDMENT

1. State the name of the applicant: ISE Gemini, LLC
2. Provide the applicant's primary street address (Do not use a P.O. Box): 60 Broad Street
26th Floor New York, NY 10004

3. Provide the applicant's mailing address (if different)



17002435

4. Provide the applicant's business telephone and facsimile number:
212 943-2400 212 509-3955
(Telephone) (Facsimile)

5. Provide the name, title, and telephone number of a contact employee:
Ronan Cahill Senior Legal and Regulatory Associate 212-897-5152
(Name) (Title) (Telephone Number)

6. Provide the name and address of counsel for the applicant:
Michael Simon
60 Broad Street
New York NY 10004

7. Provide the date applicant's fiscal year ends: December 31, 2016

8. Indicate legal status of applicant: ☐ Corporation ☐ Sole Proprietorship ☐ Partnership
☒ Limited Liability Company ☐ Other (specify):

If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed):

(a) Date (MM/DD/YY): 05/30/2012 (b) State/Country of formation: Delaware

(c) Statute under which applicant was organized: Delaware LLC Act 6 DelC section 18-101

EXECUTION: The applicant consents that service of any civil action brought by or notice of any proceeding before the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed telegram to the applicant's contact employee at the main address or mailing address if different given in Items 2 and 3. The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of and with the authority of said applicant. The undersigned and applicant represent that the information and statements contained herein including exhibits, schedules, or other documents attached hereto and other information filed herewith, all of which are made a part hereof are current, true, and complete.

Date: 2/14/17 ISE Gemini, LLC
(MM/DD/YY) (Name of applicant)
By: [Signature] Ronan Cahill Legal Associate
(Signature) (Printed Name and Title)

Subscribed and sworn before me this 24th day of February, 2017 by Michael Cain Borszich
(Month) (Year) (Notary Public)

My Commission expires August 13, 2018 County of Philadelphia State of Pennsylvania

This page must always be completed in full with original, manual signature and notarization.
Affix notary stamp or seal where applicable.

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL
MICHAEL CAIN BORSZICH, NOTARY PUBLIC
CITY OF PHILADELPHIA, PHILADELPHIA COUNTY
MY COMMISSION EXPIRES AUG. 13, 2018



February 24, 2017

VIA FEDERAL EXPRESS

Jeanette Marshall
U.S. Securities and Exchange Commission
Division of Market Regulation
Office of Market Supervision
100 F Street NE
Mail Stop 6628
Washington, DC 20549

Re: ISE Gemini, LLC
SEC Rule 6a-2 and 6a-3 Materials

Dear Ms. Marshall:

Pursuant to Rule 6a-2(a) of the Securities Exchange Act of 1934, this is an update of the ISE Gemini, LLC's ("ISE Gemini" or "Exchange") Form 1.

In addition, pursuant to Rule 6a-3(a), within the last 10 days, ISE Gemini issued or has made available certain material to its members, participants or subscribers. The material can be found at the following locations on ISE Gemini's website:

Options

New Listings:

<http://ise.com/newlistings>

Delistings:

<http://ise.com/delistings>

Expiration Notices:

<http://ise.com/expirationnotices>

Series Additions/Deletions:

<http://ise.com/serieslist>

Market Information Circulars:

<http://ise.com/mics>

Index Options

Recent Index Changes:

<http://ise.com/indexchanges>

Index Settlement Values:

<http://ise.com/indexsettlement>

Legal & Regulatory

Regulatory Information Circulars:

<http://www.ise.com/rics>

Rules:

<http://www.ise.com/rules>

Marketing Material

Press Releases:

www.ise.com/press

Publications:

<http://www.ise.com/publications>

Corporate

Board Members:

<http://www.ise.com/about-ise/board-of-directors/>

Constitution:

<http://www.ise.com/media/92473/Constitution-of-Topaz-Exchange-31-Jul-13-name-change-to-ISE-Gemini-.pdf>

LLC Agreement:

<http://www.ise.com/media/103279/Excuted-Second-Amended-and-Restated-LLC-Agreement-18-Dec-2014-.pdf>

Exchange Officers:

<http://www.ise.com/about-ise/management-team/>

Members

List of ISE Members

<http://www.ise.com/options/membership/exchange-members/>

Transactional Volume

Volume Report

<http://www.ise.com/options/exchange-data/>

If you have any questions on these materials, please do not hesitate to contact me at (212) 897-8152.

Sincerely,



Ronan Cahill
Senior Legal & Regulatory Associate

EXHIBITS

Exhibit F Forms: Membership and Member

The information is available at www.ise.com & <http://nasdaqtrader.com/Micro.aspx?id=PHLXMembership>. The Exchange certifies that the information available at such location is accurate as of its date.

Exhibit J List of Officers, Governors, and Members of Standing Committees

This information is kept up-to-date and available to the Commission and the public upon request.

Exhibit M Membership Information

This information is kept up-to-date and available to the Commission and the public upon request.